

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

In re

SEARS HOLDINGS CORPORATION, *et al.*,

Debtors.¹

APEX TOOL GROUP, LLC,

Appellant,

v.

SEARS HOLDINGS CORPORATION, *et al.*,

Appellees.

Chapter 11

Bankruptcy Case No.
18-23538 (RDD)

(Jointly Administered)

Civil Action No.: 7:19-cv-10243

STIPULATION TO VOLUNTARILY DISMISS APPEAL

WHEREAS, Apex Tool Group, LLC ("Appellant") and Sears Holdings Corporation, *et al.*
(the "Debtors" and "Appellees") have agreed to enter into this stipulation, pursuant to Rule 8023

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

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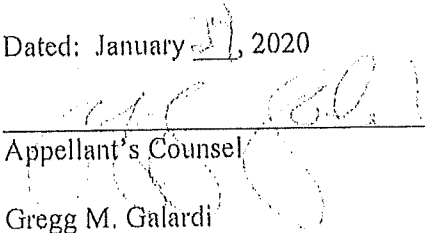
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DATE FILED: 1/28/2020

of the Federal Rules of Bankruptcy Procedure, to dismiss with prejudice the Appellant's above-captioned appeal (the "Appeal") of the Bankruptcy Court's *Order Denying Vendors' Motions for Allowance and Payment of Administrative Expense Claims* [Docket No. 5371], with each party to bear its own costs, expenses and fees.

IT IS HEREBY AGREED AND STIPULATED by and between Appellant and Appellees that the Appeal is dismissed with prejudice and each party shall bear its own costs, expenses and fees.

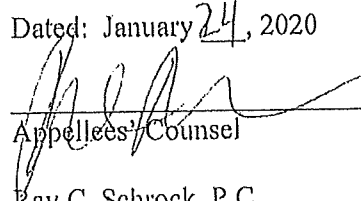
Dated: January 31, 2020


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Counsel for Apex Tool Group, LLC, as Appellants

Dated: January 24, 2020


Appellees' Counsel

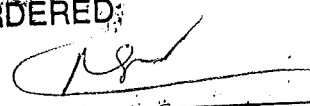
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*Attorneys for Debtors and Debtors in Possession,
as Appellees*

SO ORDERED:


HON. NELSON S. ROMAN
UNITED STATES DISTRICT JUDGE

Dated: Jan. 28, 2020
White Plains, NY